



**GRUPO AEROPORTUARIO DEL CENTRO NORTE, S.A.B. DE C.V.**

**SUMMARY OF THE RESOLUTIONS ADOPTED BY  
THE ANNUAL GENERAL ORDINARY SHAREHOLDERS' MEETING, APRIL 29, 2019**

**IV. DISCUSSION, APPROVAL, AND AMENDMENT, IF ANY, OF THE REPORTS MENTIONED IN ITEMS I, II AND III. RESOLUTIONS THEREOF.**

The shareholders approved by a majority the following:

**FIRST.** - The reports and opinion of the Board of Directors, the report of the Chief Executive Officer, including the audited consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2018, the legal entity financial statements of the Company, the Fiscal Report, and the reports presented by the Audit Committee and the Corporate Practices, Finance, Planning and Sustainability Committee is approved, in their entirety and in each of their parts.

**SECOND.** – Append copies of the reports and opinion mentioned in the previous resolution, copies of the consolidated financial statements and as legal entity, as well as the report of the external auditor of the Company, all of the foregoing for the year ended December 31, 2018.

**V. ALLOCATION OF NET INCOME, INCREASE IN RESERVES, APPROVAL OF THE RESOURCES FOR SHARE REPURCHASES, AND DECLARATION OF DIVIDENDS, IF ANY. RESOLUTIONS THEREOF.**

The shareholders approved by a majority the following:

**FIRST.** - The applications of results for the year and the determination of the final balances is approved in the form and terms proposed by the Board of Directors, in accordance with the presentation of the Chairman of the Board of Directors.

**SECOND.** – Approval is given for a reserve for repurchases of shares in the amount of Ps.1,500,000,000.00 (One billion five hundred million Pesos).

**THIRD.** - Approval is given to allocate up to Ps.1, 500,000,000.00 (One billion five hundred million Pesos) for acquisition of the Company's Series B shares; and the Chief Executive Officer of the Company is hereby authorized to use up to such amount of resources as of the date of this Meeting and until a Shareholders' Meeting approves the results for the year ended 2019, pursuant to Article 56 of the Securities Market Law; and the Board of Directors is hereby authorized to approve the cancellation of any repurchased shares, if in the interest of the Company.

**Chief Financial Officer:**

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**FOURTH.** – Declaration of a cash dividend of Ps.1,600,000,000.00 (One billion six hundred million Pesos), representing Ps.4.06327563408286 (four and 0633/10,000 pesos) per share, to be paid to Shareholders registered in the Company’s Share Registry or those who evidence the ownership of their shares or certificates in accordance with the Mexican Securities Law is approved, which shall be paid in a single installment no later than May 31, 2019, upon delivery of coupon 2 attached to the definitive share certificates thereof.

**FIFTH.** - The Secretary of the Board of Directors is instructed to make such notices as might be required by law regarding the payment of the dividend no later than the date and in the amount indicated in the foregoing resolution.

**VI. DESIGNATION OR REELECTION, AS THE CASE MAY BE, OF THE MEMBERS OF THE BOARD OF DIRECTORS, THE CHAIRMAN OF THE AUDIT AND CORPORATE PRACTICES, FINANCE PLANNING AND SUSTAINABILITY COMMITTEES. DETERMINATION OF CORRESPONDING EMOLUMENTS. RESOLUTIONS THEREIN.**

The shareholders approved by a majority the following:

**FIRST.** – Próspero Antonio Ortega Castro and Christian Whamond are reelected as Directors and Bernardo Casas Godoy is appointed as Director.

**SECOND.** - Alberto Felipe Mulás Alonso, Felipe Duarte Olvera, Ricardo Maldonado Yañez, Martin Werner Wainfeld and Luis Ignacio Solórzano Aizpuru are reelected as Independent Directors.

**THIRD.** - The shareholders are informed of the reelection by Servicios de Tecnología Aeroportuaria, S.A. de C.V., holder of the Series BB shares of the Company, of Messrs. Diego Quintana Kawage, Guadalupe Phillips Margain, and Rodrigo Antonio Quintana Kawage as Directors.

**FOURTH.** - Diego Quintana Kawage is reelected as Chairman of the Board of Directors.

**FIFTH.** - Martin Werner Wainfeld is reelected as Chairman of the Audit Committee.

**SIXTH.** - Alberto Felipe Mulás Alonso is reelected as Chairman of the Corporate Practices, Finance, Planning and Sustainability Committee.

**SEVENTH.** – Adriana Díaz Galindo is appointed as Secretary of the Board of Directors, without being a member of the Board of Directors. The position of Pro-Secretary of the Board of Directors is left vacant until further resolution.

**EIGHTH.** - The Board of Directors and the Chairmen of the Board Committees are accordingly comprised as follows:

**BOARD OF DIRECTORS**

<b>Proprietary Directors</b>	<b>Position</b>	<b>Share Series</b>
Diego Quintana Kawage	Chairman	"BB"
Guadalupe Phillips Margain	Director	"BB"
Rodrigo Antonio Quintana Kawage	Director	"BB"
Christian Whamond	Director	"B"
Bernardo Casas Godoy	Director	"B"
Próspero Antonio Ortega Castro	Director	"B"
Martin Werner Wainfeld	Independent Director	"B"
Alberto Felipe Mulás Alonso	Independent Director	"B"
Luis Ignacio Solórzano Aizpuru	Independent Director	"B"
Ricardo Maldonado Yáñez	Independent Director	"B"
Felipe Duarte Olvera	Independent Director	"B"

**SECRETARY OF THE BOARD OF DIRECTORS**

<b>Name</b>	<b>Position</b>
Adriana Díaz Galindo	Secretary, not a member of the Board

**AUDIT COMMITTEE**

<b>Name</b>	<b>Position</b>
Martin Werner Wainfeld	Chairman / Independent Director

**CORPORATE PRACTICES, FINANCE, PLANNING AND SUSTAINABILITY COMMITTEE**

<b>Name</b>	<b>Position</b>
Alberto Felipe Mulás Alonso	Chairman / Independent Director

**NINTH.** - The designations as Director, Chairman of the Board, Chairmen of the Board Committees, and Board Secretary approved by the Shareholders' Meeting shall remain in force and the designees shall remain in their positions until a Shareholders' Meeting approves the 2019 results.

**TENTH.** - Payment of a fee in the net amount of Ps. 75,000.00 (Seventy-five thousand Pesos) to Directors, permanent invitees, and Secretaries, for each meeting of the Board or Committee that they attend is approved, as well as a payment of a fee to the Chairmen that preside the meetings of the Board or Board Committees respectively, in the net amount of Ps. 85,000.00 (Eighty-five thousand Pesos).

**ELEVENTH.** - Payment of a fee in the amount of Ps. 4,000.00 (Four thousand Pesos) for each hour that the Directors invest in the Company's affairs as per request of the Board, is approved, provided a report of the work rendered is delivered to the Board, in accordance with the terms approved by the Shareholders' Meeting held on April 23, 2015.

**TWELFTH.** - This fee and the terms for its payment thereof shall remain in force until a Shareholders' Meeting modifies them, and there will not be any additional emolument, fee or bonus other than those established in resolutions Tenth and Eleventh above.

## **VII. APPOINTMENT OF SPECIAL DELEGATES. RESOLUTIONS THEREIN.**

The shareholders approved by a majority the following:

**FIRST.** - Bernardo Casas Godoy, Adriana Díaz Galindo, Paulette Coste Ortega and Jessika Leticia Guerrero González are appointed as special delegates in order to carry out, jointly or severally, such acts as might be necessary to effectively comply with each of the resolutions approved by this General Ordinary Shareholders' Meeting and to formalize them whether partially or totally, before a Notary Public of their choice, to issue certified copies of the same as required, and to undertake any other actions complementary to the foregoing or that might be necessary or helpful to give full effect to these resolutions.

**SECOND.** - The Secretary is instructed to make such publications or give such notices as may be required pursuant to the Resolutions adopted in this General Ordinary Shareholders' Meeting.



#### About OMA

Grupo Aeroportuario del Centro Norte, S.A.B. de C.V., known as OMA, operates 13 international airports in nine states of central and northern Mexico. OMA's airports serve Monterrey, Mexico's third largest metropolitan area, the tourist destinations of Acapulco, Mazatlán, and Zihuatanejo, and nine other regional centers and border cities. OMA also operates the NH Collection Hotel inside Terminal 2 of the Mexico City airport and the Hilton Garden Inn at the Monterrey airport. OMA employs over 1,000 persons in order to offer passengers and clients airport and commercial services in facilities that comply with all applicable international safety, security, and ISO 9001:2008 environmental standards. OMA is listed on the Mexican Stock Exchange (OMA) and on the NASDAQ Global Select Market (OMAB). For more information, visit:

- Webpage <http://ir.oma.aero>
- Twitter <http://twitter.com/OMAeropuertos>
- Facebook <https://www.facebook.com/OMAeropuertos>